

The Honorable Karen A. Overstreet
Chapter 11
Hearing Location: 700 Stewart St., Rm. 7206
Hearing Date: October 1, 2010
Hearing Time: 9:30 a.m.

**UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF WASHINGTON
AT SEATTLE**

In re

TACO DEL MAR FRANCHISING CORP.
Tax ID / EIN: 91-1723173

Debtor.

Lead Case No. 10-10528-KAO
(Administratively Consolidated with
10-10529-KAO)

DECLARATION OF STEPHEN S. McKAY
REGARDING SUCCESSFUL BID

CONRAD & BARRY INVESTMENTS, INC.
Tax ID / EIN: 91-1667322

Debtor.

Stephen S. McKay, makes the following declaration under penalty of perjury under the laws of the State of Washington and the United States of America:

1. I am an attorney for Conrad & Barry Investments, Inc. ("**C&B**") and Taco Del Mar Franchising Corp. ("**TDM**"), the Debtors and Debtors-In-Possession (the "**Debtors**") in the above-captioned bankruptcy, and I make this declaration on personal knowledge.

2. This Court previously approved the auction of substantially all of the assets of TDM, to be held of September 30, 2010 (the "**Auction**"). As evidenced by declarations on file the Debtors' counsel duly mailed notices of the Auction.

1 3. On September 30, 2010, at 1:00 p.m. PDT, Karr Tuttle Campbell conducted the
2 Auction live, at its offices at 1201 Third Avenue, Suite 2900, Seattle, WA 98101, pursuant to the
3 Court-approved procedures. There were three Qualified Bidders: Taco Del Mar Acquisitions,
4 Inc., Franchise Brands, LLC, and TDM Acquisitions, LLC. The Successful Bidder was
5 Franchise Brands, LLC for THREE MILLION TWO HUNDRED FIFTY THOUSAND and
6 NO/100 U.S. Dollars (\$3,250,000).
7

8 4. To the best of my knowledge, the Successful Bidder is not related to the Debtors
9 and the Debtors will retain no interest in the purchased assets.
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11 DATED in Seattle, Washington, this 30th day of September, 2010.

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Stephen S. McKay